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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:	
	:	
Debtors.	:	(Jointly Administered)
	:	
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**GENERAL MOTORS, LLC'S STATEMENT OF ISSUE PRESENTED ON APPEAL
AND COUNTERDESIGNATION OF ADDITIONAL ITEMS
TO BE INCLUDED IN THE RECORD ON APPEAL IN CONNECTION
WITH THE APPEAL OF TERRIE SIZEMORE**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure,¹ General Motors, LLC ("**New GM**") submits the following statement of issue presented on appeal and counterdesignation of additional items to be included in the record in connection with the appeal of Terrie Sizemore ("**Sizemore**") from the order of the United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**") (Robert E. Gerber, J.) granting in part New GM's Motion for Entry of an Order Pursuant to 11 U.S.C. § 105 Enforcing the 363 Sale Order, entered on July 1, 2010 (the "**Order**") [Docket No. 6237].²

¹ General Motors, LLC files this statement of issue and counterdesignation out of an abundance of caution for Appellant had filed her Notice of Appeal and Designation of Items several weeks before the Order (as hereinafter defined) was actually entered by the Bankruptcy Court.

² This Counterdesignation designates certain items that have been designated in Appellant's Designation of Items (the "**Sizemore Designation**"), to avoid any confusion regarding which

STATEMENT OF ISSUE ON APPEAL

1. Has Appellant met her burden of establishing that the Bankruptcy Court abused its discretion in granting the Order?

COUNTERDESIGNATION OF RECORD

Designation Number	Date of Filing	Docket Number	Description
1	6/01/2009	21	Affidavit of Frederick A. Henderson Pursuant to Local Bankruptcy Rule 1007-2
2	6/27/2009	2649	Amended and Restated Master Sale & Purchase Agreement and Certain Exhibits and Schedules Thereto
3	7/5/2009	2967	Decision on Debtors' Motion for Approval of (1) Sale of Assets to Vehicle Acquisition Holdings LLC; (2) Assumption and Assignment of Related Executory Contracts; and (3) Entry into UAW Retiree Settlement Agreement
4	7/5/2009	2968	Order (I) Authorizing Sale of Assets Pursuant to Amended and Restated Master Sale and Purchase Agreement with NGMCO, Inc., a U.S. Treasury-Sponsored Purchaser; (II) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with the Sale; and (III) Granting Related Relief
5	7/6/2009	2985	Errata Order re: Decision on Debtors' Motion for Approval of (1) Sale of Assets to Vehicle Acquisition Holdings LLC; (2) Assumption and Assignment of Related Executory Contracts; and (3) Entry into UAW Retiree Settlement Agreement
6	7/16/2009	3193	Memorandum and Order of U.S. District Court Judge Lewis A. Kaplan in an M-47 Proceeding

items are included in the record on appeal because Sizemore's Designation failed to provide a date and an accurate description with respect to such items. The Debtors reserve the right to amend this Counterdesignation of Additional Items to be Included in the Record on Appeal. For items designated, the designation includes all documents referenced within the particular document number, including, without limitation, all exhibits, attachments, declarations, and affidavits related thereto.

Designation Number	Date of Filing	Docket Number	Description
7	9/16/2009	4079	Order Establishing the Deadline for Filing Proofs of Claim
8	4/14/2010	5493	Memorandum and Order of U.S. District Court Judge Naomi Reice Buchwald
9	4/29/2010	5674	Memorandum and Order of U.S. District Court Judge Robert W. Sweet
10	5/17/2010	5785	Motion of General Motors, LLC for Entry of Order Pursuant to 11 U.S.C. § 105 Enforcing 363 Sale Order
11	5/21/2010	5838	Affidavit of Service of Alison Moodie of The Garden City Group, Inc.
12	5/21/2010	5866	Objection of Terrie Sizemore to Motion of General Motors, LLC for Entry of Order Pursuant to 11 U.S.C. § 105 Enforcing 363 Sale Order
13	5/21/2010	5867	Motion of Terrie Sizemore to Extend Time for Hearing Re: Objection to Notice of Hearing
14	5/27/2010	5891	Endorsed Order Denying Motion of Terrie Sizemore for Extension of Time for Hearing
15	5/27/2010	5899	General Motors, LLC's Omnibus Reply to Objections to Motion for Entry of Order Pursuant to 11 U.S.C. § 105 Enforcing 363 Sale Order
16	6/2/2010	5958	Affidavit of Service of Alison Moodie of The Garden City Group, Inc.
17	6/3/2010	5961	Transcript Regarding Hearing Held on 6/1/2010 re: Motion of General Motors, LLC for Entry of Order Pursuant to 11 U.S.C. § 105 Enforcing 363 Sale Order
18	6/10/2010	5998	Notice of Appeal filed by Terrie Sizemore
19	7/1/2010	6237	Order Granting Motion of General Motors, LLC for Entry of Order Pursuant to 11 U.S.C. § 105 Enforcing the 363 Sale Order
20	6/1/2009 – 7/___/2010	N/A	Docket for <i>Motors Liquidation Company, et al. (f/k/a General Motors Corp. et al.)</i> , Ch. 11 Case No. 09-50026 (REG) for 6/1/2009 through 7/___/2010

Dated: July 15, 2010
New York, New York

/s/ Stephen Karotkin
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